

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

In re:

MESA AIR GROUP, INC., *et al.*,
Debtors.¹

Chapter 11

Case No. 10-10018 (MG)

(Jointly Administered)

**ORDER AUTHORIZING REJECTION OF CERTAIN UNEXPIRED
NONRESIDENTIAL REAL PROPERTY LEASES**

Upon the motion (the “Motion”)² of Mesa Air Group, Inc. and its affiliated debtors and debtors in possession (collectively, the “Debtors”) for entry of an order (this “Order”) authorizing the Debtors to reject certain unexpired leases of nonresidential real property, set forth on Exhibit 1 attached hereto (each a “Lease” and, collectively, the “Leases”), effective as of January 19, 2010; and the Court having found that this Court has jurisdiction over this matter pursuant to 28 U.S.C. § 1334; and the Court having found that the Motion is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); and the Court having found that venue of this proceeding and the Motion in this District is proper pursuant to 28 U.S.C. § 1408; and the Court having found that the relief requested in the Motion is in the best interests of the Debtors’ estates, their creditors and other parties in interest; and notice of the Motion appearing adequate and appropriate under the circumstances; and the Court having found that no other or further notice need be provided; and the Court having reviewed the Motion and having heard statements in support of the Motion at a hearing held before the Court (the “Hearing”); and the Court having determined that the legal and factual bases set forth in the Motion and at the Hearing establish

¹ The Debtors are: Mesa Air Group, Inc. (2351); Mesa Air New York, Inc. (3457); Mesa In-Flight, Inc. (9110); Freedom Airlines, Inc. (9364); Mesa Airlines, Inc. (4800); MPD, Inc. (7849); Ritz Hotel Management Corp. (7688); Regional Aircraft Services, Inc. (1911); Air Midwest, Inc. (6610); Mesa Air Group Airline Inventory Management, LLC (2015); Nilchi, Inc. (5531); and Patar, Inc. (1653).

² All capitalized terms used but otherwise not defined herein shall have the meanings set forth in the Motion.

just cause for the relief granted herein; and any objections to the relief requested herein having been withdrawn or overruled on the merits; and after due deliberation and sufficient cause appearing therefore, it is hereby ORDERED THAT:

1. The Motion is granted to the extent set forth herein.
2. The Leases set forth on Exhibit 1 attached hereto are hereby rejected effective as of January 19, 2010.
3. The Debtors are authorized and empowered to take all actions necessary to implement the relief granted in this Order.
4. This Court retains jurisdiction with respect to all matters arising from or related to the implementation of this Order.

New York, New York
Date: February 3, 2010

/s/Martin Glenn
United States Bankruptcy Judge

EXHIBIT 1

Rejection Schedule

Lessor	Debtor	Lease Expiration Date
Joy Lake Partners, LLP c/o Southeast Management and Leasing Corp. Attention: Property Management 771 Virginia Ave. Atlanta, GA 30354-1911 Fax: (404) 762-7518 -and- John M. Millkey, Esq. Millkey & Associates, P.C. 1675 Cumberland Pkway. Suite 201 Smyrna, GA 30080 Fax: (770) 333-8566	Freedom Airlines, Inc.	May 31, 2011
Regus Business Centres Corp. Attention: Michael Rodts, General Manager 100 Manhattanville Rd. Suite 412 Purchase, NY 10577 Fax: (972) 819-3601	Freedom Airlines, Inc.	February 28, 2010